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ATTORNEYS AND COUNSELORS AT LAW

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1100 NEW YORK AVENUE, N.W.
WASHINGTON, D.C. 20005-3934

OFFICE: (202) 371-9500

RECORDATION NO. **12034-A**

FILED 1425

SEP 29 1995 4 10 PM

INTERSTATE COMMERCE COMMISSION

TELECOPIER: (202) 371-0900

SEPTEMBER 29, 1995

Recordation No. 12034-A

Dear Mr. Williams:

On behalf of Western Railroad Company, I submit for filing and recording under 49 U.S.C. § 11303(a) and the regulations promulgated thereunder, executed counterparts of a secondary document, not previously recorded, entitled Memorandum of Full Termination of Equipment Lease ("Termination") dated as of SEPTEMBER 29, 1995.

The party to the enclosed Termination is:

Western Railroad Company
P.O. Box 311475
New Braunfels, Texas 78131-1475

— LESSEE/TERMINATING
PARTY

The said Termination is a full termination of all right, title and interest of the parties in, to and under that certain Equipment Lease, filed and recorded with the Interstate Commerce Commission under Recordation No. 12034 and the Termination should be recorded under the next available letter under Recordation No. 12034, which we believe is -A.

The equipment covered by the enclosed Termination is all equipment covered by the Equipment Lease.

A short summary of the Termination to appear in the ICC Index is as follows:

"Full Termination of Equipment Lease."

Enclosed is a check in the amount of twenty-one dollars (\$21.00) in payment of the filing fee.

Once the filing has been made, please return to bearer the stamped counterpart(s) of the document not required for filing purposes, together with the ICC letter/receipt acknowledging the filing, and the two extra copies of this letter of transmittal.

Very truly yours,

Allen H. Harrison, Jr.
Allen H. Harrison, Jr.
Attorney for Western Railroad Company
for the purpose of this filing.

Honorable Vernon A. Williams
Secretary
Interstate Commerce Commission
Washington, D.C. 20423
Enclosures
BY HAND

RECEIVED
OFFICE OF THE
SECRETARY
SEP 29 4 04 PM '95
LICENSING BRANCH
8360-020



Interstate Commerce Commission
Washington, D.C. 20423-0001

9/29/95

Office Of The Secretary

Allen H. Harrison, Jr.
Donelan, Cleary, Swood & Maser, P.C.
1100 New York Ave., NW., Ste. 750
Washington, DC., 20005-3934

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 9/29/95 at 4:10PM , and assigned recordation number(s). 12034-A.

Sincerely yours,

Vernon A. Williams
Secretary

Enclosure(s)

\$ 21.00 The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid and in no way indicates acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one typed on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine your document.

Signature

12 934-A
ICC file copy
Keep

MEMORANDUM OF FULL TERMINATION
OF
EQUIPMENT LEASE
RECORDED WITH THE INTERSTATE COMMERCE COMMISSION
UNDER RECORDATION NO. 12034

RECORDATION NO. 12034-A FILED 1425

SEP 29 1995 - 4 10 PM

INTERSTATE COMMERCE COMMISSION

This MEMORANDUM OF TERMINATION OF EQUIPMENT LEASE, dated as of this 29th day of SEPTEMBER, 1995 is made by Western Railroad Company, a Texas corporation, Lessee, with an address at P.O. Box 311475, New Braunfels, Texas 78131-1475.

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, Western Railroad Company, as Lessee and Transportation Corporation of America, as Lessor, did, as of May 28, 1980, enter into that certain Equipment Lease ("Lease"), recorded with the Interstate Commerce Commission ("ICC") on July 1, 1980 under Recordation No. 12034; and

WHEREAS, by that certain General Assignment and Bill of Sale executed December 29, 1988, recorded with the ICC March 23, 1989 under Recordation No. 16246, Transportation Corporation of America did sell the units of equipment covered by the Lease to Chrysler Rail Transportation Corporation and also did assign its right, title and interest as Lessor in the Lease to Chrysler Rail Transportation Corporation; and

WHEREAS, the term of the aforesaid Lease has ended, has not been extended and all duties, obligations and payments under the said Lease have been fulfilled, whereby the Lease now has expired by its terms, and all the equipment covered by the Lease no longer is subject to the Lease.

NOW THEREFORE, this Memorandum of Full Termination of Equipment Lease is recorded for the purpose of officially terminating of record in the files of the ICC the aforesaid Lease.

IN WITNESS WHEREOF, Western Railroad Company has caused this Memorandum of Full Termination of Equipment Lease to be executed by a duly authorized officer as of the date herein first set forth above.

WESTERN RAILROAD COMPANY

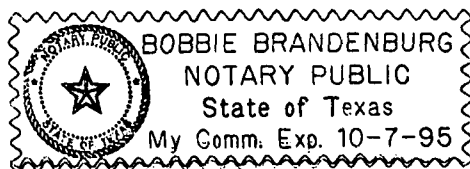
By: Name: Lathan E. RobinsonCorporate Title: Controller

STATE OF Texas
COUNTY OF Comal

SS:

On this 21 day of September, 1995 before me personally appears LARRY E. ROBINSON, to me personally know, who by me duly sworn, says that he/she is the Controller of WESTERN RAILROAD COMPANY ("Company"), that the foregoing instrument was signed on behalf of the said Company by authority of its Board of Directors, and he/she acknowledged that the execution of the foregoing instrument was the free act and deed of the said Company.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.



Bobbie Brandenburg
Notary Public

[SEAL]

My Commission expires: